

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE <b>J</b>		PAGE OF PAGES <b>1   4</b>	
2. AMENDMENT/MODIFICATION NO. <b>P00011</b>		3. EFFECTIVE DATE <b>28-Apr-2016</b>		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO.(If applicable)	
6. ISSUED BY NAVAL SURFACE WAREFARE CENTER CRANE DIV (b)(6) BLDG (b)(6) 300 HIGHWAY 361 CRANE IN 47522-5001		CODE <b>N00164</b>		7. ADMINISTERED BY (If other than item 6) DCMA BOSTON 495 SUMMER STREET BOSTON MA 02210-2138		CODE <b>S2206A</b>	
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) FLIR SYSTEMS, INC. (b)(6) 25 ESQUIRE RD. NORTH BILLERICA MA 01862-2501				9A. AMENDMENT OF SOLICITATION NO.			
				9B. DATED (SEE ITEM 11)			
				X 10A. MOD. OF CONTRACT/ORDER NO. <b>N00164-13-D-JQ59</b>			
				X 10B. DATED (SEE ITEM 13) <b>24-Sep-2013</b>			
CODE <b>3UVR3</b>		FACILITY CODE					
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. ACCOUNTING AND APPROPRIATION DATA (If required)							
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.							
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.							
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).							
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: <b>FAR 43.103(a): Agreement between both parties.</b>							
D. OTHER (Specify type of modification and authority)							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: <b>kab346161196</b> The purpose of this modification is to incorporate pricing under CLINs 0001 and 0003; add out year pricing for ALAP (PN 4200810); and to correct P/Ns (See summary of changes). All other terms and conditions remain unchanged.							
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. NAME AND TITLE OF SIGNER (Type or print)				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)			
				(b)(6) / CONTRACTING OFFICER			
				TEL: (b)(6)		EMAIL: (b)(6)	
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA		16C. DATE SIGNED	
(Signature of person authorized to sign)				BY (b)(6)		30-Apr-2016	
				(Signature of Contracting Officer)			



## SECTION SF 30 BLOCK 14 CONTINUATION PAGE

The following items are applicable to this modification:

## SECTION 4.0 - CLAUSES &amp; OTHER FULL TEXT INFORMATION

SUMMARY OF CHANGES (REVISED)**SUMMARY OF CHANGES** (Revised)

## SECTION 1.0 - SCHEDULE/INSPECTION &amp; ACCEPTANCE/DELIVERY

The following have been modified:

PRICING**CLIN 0001: PB-EOS/ MARFLIR II PRICING**

CLIN 0001 Base System Less Original Cable Set + sCMOS + Laser Pointer (P00011)							
P/N: 28800-204	QTY	U/I	Year 1	Year 2	Year 3	Year 4	Year 5
This includes P/N 28800-200 (base system) + P/N 4204828 (sCMOS) + P/N 4204829 (Laser Pointer)	(b)(4)	Ea.	N/A	N/A	(b)(4)		
		Ea.	N/A	N/A			
		Ea.	N/A	N/A			
		Ea.	N/A	N/A			
		Ea.	N/A	N/A			

**CLIN 0001 PB-EOS/MARFLIR II PERFORMANCE OPTIONS**

*CLIN 0001 System Performance Options								
Description	P/N	QTY	U/I	Year 1	Year 2	Year 3	Year 4	Year 5
sCMOS channel (P00002)	4204828	(b)(4)	Ea.	(b)(4)				
			Ea.					
Description	P/N	QTY	U/I	Year 1	Year 2	Year 3	Year 4	Year 5
Laser Pointer Option (P00003)	4204829	(b)(4)	Ea.	(b)(4)				
			Ea.					
Description	P/N	QTY	U/I	Year 1	Year 2	Year 3	Year 4	Year 5
Spotter Scope with SWIR (P00005)	4204830	(b)(4)	Ea.	(b)(4)				
			Ea.					
Description	P/N	QTY	U/I	Year 1	Year 2	Year 3	Year 4	Year 5
Inertial Geo-Point/Locate (P00005) (Commercial GPS Disabled)	4204831	(b)(4)	Ea.	(b)(4)				
			Ea.					
Description	P/N	QTY	U/I	Year 1	Year 2	Year 3	Year 4	Year 5
Adaptive Local Area Processing (ALAP)	4200810	(b)(4)	Ea.	NA	(b)(4)			



<b>Software</b>									
		(b)(4)	Ea.	NA	(b)(4)				
<b>Description</b>	<b>P/N</b>	<b>QTY</b>	<b>U/I</b>	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>	<b>Year 4</b>	<b>Year 5</b>	
<b>Multi Spectral Dynamic Imaging (MSX) (P00011)</b>	4200809	(b)(4)	Ea.	NA	NA	(b)(4)			
			Ea.	NA	NA				
<b>Description</b>	<b>P/N</b>	<b>QTY</b>	<b>U/I</b>	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>	<b>Year 4</b>	<b>Year 5</b>	
<b>Adaptive Local Area Processing (ALAP) P/N 4200810 &amp; Multi Spectral Dynamic Imaging (MSX) P/N 4200809 (P00011)</b>		(b)(4)	Ea.	NA	NA	(b)(4)			
			Ea.	NA	NA				

\*The Government has the ability to order any combination of the system performance and/or the cost reduction options with a PB-EOS system.

### **CLIN 0003: PIO SPARES PRICING**

<b>MSC SAwS CEU Interface Plate Assembly (P00008)</b>	<b>P/N</b>	<b>Qty</b>	<b>U/I</b>	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>	<b>Year 4</b>	<b>Year 5</b>
	4138386	(b)(4)	Ea.	NA	(b)(4)			

P/N is corrected from 413836 to 4138386. (P00011)

Hand Control Units (HCU's) (P00002)								
	P/N	QTY	U/I	Year 1	Year 2	Year 3	Year 4	Year 5
Remote control Unit (RCU)	4139036	(b)(4)	Ea.	(b)(4)				
Remote control Unit (RCU) Type II	4134987		Ea.	NA	NA	(b)(4)		
Commercial Game Controller Unit (CGC)	TBD		Ea.	(b)(4)				
Joystick Control Unit (JCU)	23857-200		Ea.					
Universal Hand Control Unit (UHCU)	3204853-11		Ea.					

P/N is corrected from 41341987 to 4134987 (P00011)

<b>(P00011)</b>	<b>P/N</b>	<b>QTY</b>	<b>U/I</b>	<b>Year 1</b>	<b>Year 2</b>	<b>Year 3</b>	<b>Year 4</b>	<b>Year 5</b>
<b>30 FT 4 Fiber Cable (one end terminated)</b>	<b>4202333</b>	(b)(4)	Ea.	N/A	N/A	(b)(4)		
<b>30 FT 4 Fiber Cable (both ends terminated)</b>	<b>4204599</b>		Ea.	N/A	N/A			



<b>150 FT 8 Fiber Cable (one end terminated)</b>	<b>4202334</b>		Ea.	N/A	N/A	
<b>150 FT 8 Fiber Cable (both ends terminated)</b>	<b>4204601</b>	(b)(4)	Ea.	N/A	N/A	(b)(4)
<b>300 FT 8 Fiber Cable</b>	<b>4201729</b>		Ea.	N/A	N/A	

Note:

Year One(1)is defined as 365 calendar days after the effective date of award.

Year Two(2)is defined as 365 calendar days after Year One(1).

Year Three(3)is defined as 366 calendar days after Year Two(2).

Year Four (4))is defined as 365 calendar days after Year Three(3).

Year Five(5)is defined as 365 calendar days after Year Four(4).

(End Summary of Changes)